

Exhibit C

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,¹

Debtors.

Chapter 11

Case No. 01-01139 (JKF)
(Jointly Administered)

Objection Deadline:
Hearing Date: TBD only if necessary

**FEE DETAIL FOR FOLEY HOAG LLP'S MONTHLY FEE APPLICATION FOR THE
PERIOD OF JANUARY 1, 2012 THROUGH JANUARY 31, 2012**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Matter 101 - Bankruptcy Matters**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$675.00	1.0	\$ 675.00
Malcolm G. Henderson	Partner	Business	\$625.00	.5	\$ 312.50
TOTAL				1.5	\$ 987.50

Expenses

Description	Total
Facsimiles	\$ 3.75
Photocopying	\$ 1.60
TOTAL	\$ 5.35



Seth D. Jaffe
617-832-1203
Boston

W.R. Grace & Co.

February 28, 2012
Invoice No.: 493902
Matter No.: 08743.00101

Re: Bankruptcy Matters

For Professional Services rendered through January 31, 2012

Fees	\$987.50
Disbursements	<u>5.35</u>
Total Fees and Disbursements	<u>\$992.85</u>

Matter No.: 08743.00101
Re: Bankruptcy Matters

Invoice No.: 493902
February 28, 2012
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
01/11/12	Jaffe	P230	Drafting response to audit letter request (.4).	0.4
01/14/12	Henderson	B110	Opinions Committee review of audit response (.5).	0.5
01/17/12	Jaffe	P230	Emails with Ms. Duff regarding response to audit letter and message from Mr. Henderson regarding same (.3).	0.3
01/18/12	Jaffe	P230	Finalize audit letter response (.3).	0.3
Total Hours				1.5

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Matter No.: 08743.00101
 Re: Bankruptcy Matters

Invoice No.: 493902
 February 28, 2012
 Page 3

TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Amount</u>
Malcolm G. Henderson	0.5	at	625.00	=	312.50
Seth D. Jaffe	1.0	at	675.00	=	675.00
Total Fees					\$987.50

Disbursement Summary

<u>Date</u>		<u>Amount</u>
01/18/12	Facsimiles	3.75
01/18/12	In-House Photocopying	1.60
Total Disbursements		\$5.35

Total Fees	\$987.50
Total Disbursements	<u>5.35</u>
Total Fees and Disbursements	<u>\$992.85</u>

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Seth D. Jaffe
617-832-1203
Boston

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W.R. Grace & Co.

February 28, 2012
Invoice No.: 493902
Matter No.: 08743.00101

Re: Bankruptcy Matters

Total Fees and Disbursements

\$992.85

Remittance Address:

Foley Hoag LLP
Attn: Accounts Receivable
155 Seaport Boulevard
Boston, MA 02210-2600

Federal Tax ID : 04-2150535

Wire Instructions:		ABA: 011500120
Citizens Bank		Swift #: CTZIUS33
1 Citizens Drive		Account # 1133945993
Providence, RI 02915	Beneficiary: Foley Hoag LLP – Wire Receipt	Account

Reference
Information:

Client/Matter #: 08743.00101, Invoice #: 493902
Billing Attorney: Seth D. Jaffe
Wire Originator: W.R. Grace & Company

Matter 102 - Blackburn and Union Privileges Superfund Site, Walpole, Mass**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$675.00	5.2	\$ 3,510.00
TOTAL				5.2	\$ 3,510.00



Seth D. Jaffe
617-832-1203
Boston

W.R. Grace & Co.

February 28, 2012
Invoice No.: 493903
Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

For Professional Services rendered through January 31, 2012

Fees	\$3,510.00
Total Fees and Disbursements	<u>\$3,510.00</u>

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
01/03/12	Jaffe	P230	Emails with team regarding access issues (.2).	0.2
01/05/12	Jaffe	P230	Attention to access issues, including emails with MBTA and EPA (.5).	0.5
01/11/12	Jaffe	P230	Attention to release reporting issue, including review of Mr. Bucens email and attachments and emails with team regarding same (.7).	0.7
01/13/12	Jaffe	P230	Attention to access issues, including team telephone conference regarding call with EPA and emails with team (.5).	0.5
01/17/12	Jaffe	P230	Emails with team regarding oversight bill dispute with EPA (.3).	0.3
01/23/12	Jaffe	P230	Attention to access and abutter issues, including emails with team regarding access, sales, and communications with EPA (1.4).	1.4
01/31/12	Jaffe	P230	Reviewing, revising, draft report on short term response action and emails with team regarding same (.9); reviewing title analysis from Mr. Polatin regarding River ownership and meeting with Mr. Polatin regarding same (.7).	1.6
Total Hours				5.2

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TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Amount</u>
Seth D. Jaffe	5.2	at	675.00	=	3,510.00

Total Fees					\$3,510.00
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Total Fees					\$3,510.00
Total Fees and Disbursements					<u>\$3,510.00</u>

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Seth D. Jaffe
617-832-1203
Boston

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W.R. Grace & Co.

February 28, 2012
Invoice No.: 493903
Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

Total Fees and Disbursements \$3,510.00

Remittance Address:
Foley Hoag LLP
Attn: Accounts Receivable
155 Seaport Boulevard
Boston, MA 02210-2600

Federal Tax ID : 04-2150535

Wire Instructions: Citizens Bank 1 Citizens Drive Providence, RI 02915	ABA: 011500120 Swift #: CTZIUS33 Account # 1133945993 Beneficiary: Foley Hoag LLP – Wire Receipt Account
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Reference
Information:

Client/Matter #: 08743.00102, Invoice #: 493903
Billing Attorney: Seth D. Jaffe
Wire Originator: W.R. Grace & Company

Matter 103 – Wells G&H Superfund Site**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$675.00	10.3	\$ 6,952.50
Amy E. Boyd	Associate	Environmental	\$465.00	1.0	\$ 465.00
TOTAL				11.3	\$ 7,417.50



Seth D. Jaffe
617-832-1203
Boston

W.R. Grace & Co.

February 28, 2012
Invoice No.: 493904
Matter No.: 08743.00103

Re: Wells G&H Superfund Site

For Professional Services rendered through January 31, 2012.

Fees	\$7,417.50
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Total Fees and Disbursements	<u>\$7,417.50</u>
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<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
01/03/12	Jaffe	P230	Attention to Soil Management issues, including reviewing sampling results and emails with team (.5); attention to Central Area issues, including emails with team regarding project coordinator, meeting schedule, and allocation (.9).	1.4
01/05/12	Jaffe	P230	Attention to Central Area issues, including project coordinator selection and data base cost sharing (.8).	0.8
01/06/12	Jaffe	P230	Attention to Central Area issues, including conference call with Grace and UniFirst teams and preparing for same, and emails with team regarding project coordinator and cost allocation (1.8).	1.8
01/06/12	Boyd	L120	Attend conference call with UniFirst regarding Central Area (1.0).	1.0
01/11/12	Jaffe	P230	Attention to Central Area issues, including planning for meeting and email to Mr. Bibler (.4).	0.4
01/12/12	Jaffe	P230	Attention to oversight cost bill review, including reviewing consent decree and emails with team (.7).	0.7
01/17/12	Jaffe	P230	Attention to allocation issues, including emails with team about allocation with NEP and Beatrice (.8).	0.8
01/18/12	Jaffe	P230	Emails with team regarding allocation issues (.9).	0.9
01/19/12	Jaffe	P230	Attention to Central Area allocation issues, including telephone call and email with Ms. Duff, and emails with Mr. Bibler and Mr. Stewart (1.2).	1.2
01/20/12	Jaffe	P230	Emails with Mr. Bibler and Mr. Stewart regarding Central Area allocation and email with Ms. Duff regarding same (.5).	0.5
01/24/12	Jaffe	P230	Attention to Central Area allocation, including telephone conference with Mr. Stewart and Mr. Bibler and preparation for same (.9).	0.9
01/25/12	Jaffe	P230	Attention to Central Area, including emails with Mr. Bibler, Mr. Stewart, and team (.9).	0.9
Total Hours				11.3

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TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Amount</u>
Amy E Boyd	1.0	at	465.00	=	465.00
Seth D. Jaffe	10.3	at	675.00	=	6,952.50
Total Fees					\$7,417.50

Total Fees	\$7,417.50
Total Fees and Disbursements	<u>\$7,417.50</u>

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Seth D. Jaffe
617-832-1203
Boston

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W.R. Grace & Co.

February 28, 2012
Invoice No.: 493904
Matter No.: 08743.00103

Re: Wells G&H Superfund Site

Total Fees and Disbursements

\$7,417.50

Remittance Address:

Foley Hoag LLP
Attn: Accounts Receivable
155 Seaport Boulevard
Boston, MA 02210-2600

Federal Tax ID : 04-2150535

Wire Instructions:	ABA: 011500120
Citizens Bank	Swift #: CTZIUS33
1 Citizens Drive	Account # 1133945993
Providence, RI 02915	Beneficiary: Foley Hoag LLP – Wire Receipt Account

Reference
Information:

Client/Matter #: 08743.00103, Invoice #: 493904
Billing Attorney: Seth D. Jaffe
Wire Originator: W.R. Grace & Company

Matter 106 - Walpole Consent Decree Compliance Property Matters**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Jacob N. Polatin	Partner	Real Estate	\$650.00	19.1	\$ 12,415.00
TOTAL				19.1	\$ 12,415.00

Expenses

Description	Total
Photocopying	\$ 27.80
Outside Professional Fees: At client request, Adelson Loria & Weisman P.C. performed title rundowns for 21 lots of land located in Walpole, MA, in order to determine what interest, if any, each lot has in the waters of the Neponset river, also known as Lewis Pond	\$ 4,925.00
TOTAL	\$ 4,952.80



Seth D. Jaffe
617-832-1203
Boston

W.R. Grace & Co.

February 28, 2012
Invoice No.: 493885
Matter No.: 08743.00106

Re: Walpole Consent Decree Compliance Property Matters

For Professional Services rendered through January 31, 2012

Fees	\$12,415.00
Disbursements	<u>4,952.80</u>
Total Fees and Disbursements	<u>\$17,367.80</u>

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
01/13/12	Polatin	B250	Review correspondence from M. Loria and forward to client (1.4).	1.4
01/18/12	Polatin	B250	Review title report from M. Loria regarding river boundary (2.6).	2.6
01/19/12	Polatin	B250	Review title report from M. Loria regarding river boundary (3.2).	3.2
01/23/12	Polatin	B250	Advice regarding sharing information with EPA (.5); review letter and draft review (1.8).	2.3
01/24/12	Polatin	B250	Review title abstracts and draft memo (4.4).	4.4
01/26/12	Polatin	B250	Draft memo to S. Jaffe regarding riparian title issues and research regarding riparian rights (3.6).	3.6
01/27/12	Polatin	B250	Draft memo to S. Jaffe (1.6).	1.6
Total Hours				19.1

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TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Amount</u>
Jacob N. Polatin	19.1	at	650.00	=	12,415.00
Total Fees					\$12,415.00

Disbursement Summary

<u>Date</u>		<u>Amount</u>
01/19/12	In-House Photocopying	0.30
01/23/12	In-House Photocopying	0.10
01/23/12	In-House Photocopying	0.50
01/24/12	In-House Photocopying	0.10
01/24/12	In-House Photocopying	1.50
01/25/12	In-House Photocopying	5.00
01/25/12	In-House Photocopying	0.20
01/25/12	In-House Photocopying	0.10
01/26/12	In-House Photocopying	0.20
01/26/12	In-House Photocopying	0.10
01/26/12	In-House Photocopying	19.40
01/27/12	In-House Photocopying	0.20
01/30/12	In-House Photocopying	0.10
01/31/12	Outside Professional Fees - ADELSON LORIA & WEISMAN P.C. RE SOUTH ST & GLEASON COURT WALPOLE MA: TITLE RESEARCH, NORFOLK COUNTY REGISTRY OF DEEDS, NORFOLK COUNTY REGISTRY DISTRICT OF THE LAND COURT & LETTERS OF 12/06/11 & 01/11/12 INCLUDING 46 HOURS TITLE EXAMINER TIME	4,925.00
Total Disbursements		\$4,952.80

Total Fees	\$12,415.00
Total Disbursements	<u>4,952.80</u>
Total Fees and Disbursements	<u>\$17,367.80</u>

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Seth D. Jaffe
617-832-1203
Boston

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W.R. Grace & Co.

February 28, 2012
Invoice No.: 493885
Matter No.: 08743.00106

Re: Walpole Consent Decree Compliance Property Matters

Total Fees and Disbursements

\$17,367.80

Remittance Address:
Foley Hoag LLP
Attn: Accounts Receivable
155 Seaport Boulevard
Boston, MA 02210-2600

Federal Tax ID : 04-2150535

Wire Instructions: Citizens Bank 1 Citizens Drive Providence, RI 02915	ABA: 011500120 Swift #: CTZIUS33 Account # 1133945993 Beneficiary: Foley Hoag LLP – Wire Receipt Account
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Reference
Information:

Client/Matter #: 08743.00106, Invoice #: 493885
Billing Attorney: Seth D. Jaffe
Wire Originator: W.R. Grace & Company